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BEFORE THE ARIZONA CORPORATION COMMISSION

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Chairman

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Commissioner

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Commissioner

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Commissioner

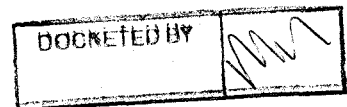
Arizona Corporation Commission

DOCKETED

NOV 23 2009

**BOB STUMP**

Commissioner



IN THE MATTER OF THE REVIEW )  
AND POSSIBLE REVISION OF )  
ARIZONA UNIVERSAL SERVICE )  
FUND RULES, ARTICLE 12 OF THE )  
ARIZONA ADMINISTRATIVE CODE )

Docket No. RT-00000H-97-0137

IN THE MATTER OF THE )  
INVESTIGATION OF THE COST OF )  
TELECOMMUNICATIONS ACCESS )

Docket No. T-00000D-00-0672

**RESPONSE OF QWEST CORPORATION AND QWEST COMMUNICATIONS  
COMPANY, LLC TO MOTION FOR AUTHORIZATION TO REDACT CONTRACT  
BY TW TELECOM OF ARIZONA LLC**

Qwest Corporation and Qwest Communications Company, LLC (collectively, "Qwest")  
hereby respond to the Motion for Authorization to Redact Contract by tw telecom of Arizona llc  
("TWT"). TWT has not shown sufficient reason why contracts that are responsive to Qwest's  
subpoena should be redacted. The Motion should be denied.

TWT admits that it may claim protection for the information that it seeks to redact under the Protective Order that is in effect in these consolidated dockets. (See, Procedural Order and Protective Order, February 3, 2009). The Protective Order provides for the secure handling, limited access, and restricted uses that are permitted for Confidential Information and Highly Confidential Information. Yet TWT does not make any claim or argument that the Protective Order is inadequate to protect its information. Nor does TWT make any claim or argument that Qwest or any other entity participating in these dockets has abused, or is likely to abuse or violate the terms of the Protective Order. TWT has not provided persuasive reasons to support its Motion.

As TWT is well aware, protective orders are often used in regulatory proceedings before the Arizona Corporation Commission ("Commission") and other agencies, and such orders are critical to the agencies being able to fulfill their role in regulating in the public interest. TWT's request that the Commission exempt some data as too sensitive to be divulged, even subject to the Protective Order, is not only unsubstantiated, it also strikes at the core concept of protective orders. TWT is asking the Commission to venture onto a slippery slope, in which every responsive, relevant document must be subjected to a second level of analysis, to determine whether some parts or subparts embedded therein may be redacted because of claimed irrelevancy. Such exercises will slow the pace of litigation, and necessarily lead to more disputes such as this. The Protective Order is adequate for the purposes, and redaction is neither necessary nor appropriate.

When TWT asks that it be allowed to redact content that it considers to be proprietary information unrelated to intrastate switched access, TWT is asking that everyone simply accept TWT's judgment in that regard. Qwest believes that it should be afforded the opportunity to reach its own conclusions and to bring its advocacy in that regard before the Commission. From

discovery previously conducted and from contracts that are publicly available, Qwest knows that in some instances CLECs have entered into contracts with an IXC in which the nominal contract rate for intrastate switched access is effectively discounted by other contract sections, as a result of the purchase of unrelated services by the IXC. In those instances, the entire contract must be examined, because the question of whether the other sections of the contract are truly "unrelated" to intrastate switched access pricing may be subject to interpretation and economic analysis.

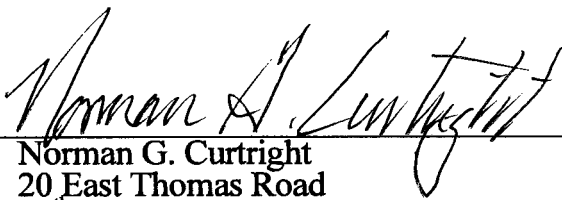
TWT states that many contracts produced by CLECs in complaint cases brought by Qwest in other jurisdictions have been similarly redacted. While that is true, what occurred in discovery in other states' complaint proceedings, and was not objected to by Qwest, is neither relevant to this investigation in Arizona, nor binding.

The Commission has determined that this proceeding should examine the phenomenon of contracts for intrastate switched access services, to determine what the policy of the State of Arizona should be in that regard. The commingling of other services into contracts for switched access could present issues that are worthy of examination. Qwest believes that LECs should not be allowed to contractually bundle intrastate switched access with other LEC services in a way that obscures the rate or effectively discounts the rate of intrastate switched access. Whether TWT's contracts raise issues in that regard is something that the parties should be permitted to examine, subject to the safety provided by the Protective Order.

The Motion should be denied for the foregoing reasons.

RESPECTFULLY SUBMITTED, this 23<sup>rd</sup> day of November, 2009.

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ORIGINAL and fifteen (15) copies  
of the foregoing filed this 23<sup>rd</sup> day of November, 2009 with:

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COPY of the foregoing delivered via U.S. mail or email this 23<sup>rd</sup> day of November, 2009, to:

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